

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re)	Case No. 08-13555 (SCC)
)	
Lehman Brothers Holdings Inc., <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
)	
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**ORDER ESTIMATING ALLOWED CLAIM
PURSUANT TO RMBS SETTLEMENT AGREEMENT**

This Court having previously entered an *Order Approving RMBS Settlement Agreement And Including Certain Proposed Findings Of Fact And Conclusions Of Law* [Docket No. 55706] (the “9019 Order”), which granted the *Motion of Lehman Brothers Holdings Inc. Pursuant to Fed. R. Bankr. P. 9019 and 11 U.S.C. § 105(a) for Entry of Order (A) Approving RMBS Settlement Agreement, (B) Making Certain Required Findings Regarding Decision of RMBS Trustees and LBHI Debtors to Enter into RMBS Settlement Agreement, (C) Scheduling Estimation Proceeding to Determine RMBS Claims and Approving Related Procedures Regarding Conduct of Hearing, and (D) Granting Related Relief* [Docket No. 55232],¹ made by Lehman Brothers Holdings Inc. (“LBHI” and the “Plan Administrator”), as Plan Administrator under the *Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and Its Affiliated Debtors* (the “Plan”), on behalf of itself and the other affiliated debtors in the above-captioned cases (collectively, the “LBHI Debtors”); and this Court having found in the 9019 Order that it had jurisdiction over the Motion, and any objections to the Motion or RMBS Settlement Agreement having been resolved, overruled, or waived by the 9019 Order; and this

¹ Capitalized terms not defined herein have the same meanings ascribed to them in the Motion or the RMBS Settlement Agreement, as appropriate.

Court, having conducted an Estimation Proceeding pursuant to the 9019 Order in accordance with Exhibit G to the RMBS Settlement Agreement, as modified by the parties or the Court, during which the RMBS Trustees and the Plan Administrator presented evidence and argument regarding the value of the RMBS Claims; it is hereby:

ORDERED, ADJUDGED, AND DECREED THAT:

1. For the reasons stated in the bench decision dictated on the record on March 8, 2018, the transcript of which is attached hereto as Exhibit A, the Allowed Claim shall be estimated and allowed at \$2,375,114,115.67, as such amount may be adjusted pursuant to, and in accordance with, Section 3.02 of the RMBS Settlement Agreement to reflect any Excluded Trusts.
2. The allocation and distribution of the Allowed Claim shall be conducted in accordance with the terms of the RMBS Settlement Agreement.
3. The terms and conditions of this Order shall be immediately effective and enforceable upon entry of this Order.
4. The Plan Administrator is authorized to take all action necessary or appropriate to give effect to the relief granted in this Order.
5. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: March 15, 2018
New York, New York

/S/ Shelley C. Chapman
THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE